

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION**

In re:	§	
	§	Chapter 11
	§	
CORE SCIENTIFIC, INC., et al.,	§	Case No. 22-90341 (DRJ)
	§	
	§	(Jointly Administered)
Debtors.¹	§	
	§	

**VERIFIED STATEMENT OF THE AD HOC GROUP OF EQUITY HOLDERS
PURSUANT TO BANKRUPTCY RULE 2019**

In connection with the chapter 11 cases (the “**Chapter 11 Cases**”) of the above-captioned debtors in possession (the “**Debtors**”), Skadden, Arps, Slate, Meagher & Flom LLP (“**Skadden**” or “**Counsel**”) hereby submits this verified statement (the “**Verified Statement**”) pursuant to Rule 2019 of the Federal Rules of Bankruptcy Procedures (the “**Bankruptcy Rules**”) in connection with Skadden’s representation of the ad hoc group of equity holders (the “**Ad Hoc Equity Group**”), as beneficial holders of common stock issued by Core Scientific, Inc. (“**Core Scientific**” or the “**Company**” and, together with its affiliated debtors and debtors in possession, the “**Debtors**”). As certified to Counsel by the Ad Hoc Equity Group, each member holds shares of common stock of the Company (the “**Equity Holdings**”).

1. As of December 26, 2022, certain members of the Ad Hoc Equity Group retained Skadden as counsel in connection with a potential restructuring of the Debtors. Since its

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number, are as follows: Core Scientific Mining LLC (6971); Core Scientific, Inc. (3837); Core Scientific Acquired Mining LLC (N/A); Core Scientific Operating Company (5526); Radar Relay, Inc. (0496); Core Scientific Specialty Mining (Oklahoma) LLC (4327); American Property Acquisition, LLC (0825); Starboard Capital LLC (6677); RADAR LLC (5106); American Property Acquisitions I, LLC (9717); and American Property Acquisitions, VII, LLC (3198). The Debtors’ corporate headquarters and service address is 210 Barton Springs Road, Suite 300, Austin, Texas 78704.

formation, certain additional equity holders have joined the Ad Hoc Equity Group as of January 17, 2023. Each member of the Ad Hoc Equity Group has consented to Counsel's representation.

2. The members of the Ad Hoc Equity Group are beneficial holders of common stock issued by Core Scientific, Inc. In accordance with Bankruptcy Rule 2019, attached as **Exhibit A** is a list of the members of the Ad Hoc Equity Group, each member's address, and the amount of Equity Holdings held by each member as of the date hereof (as certified to Counsel by each member of the Ad Hoc Equity Group). The information contained in **Exhibit A** is based upon information provided by the members of the Ad Hoc Equity Group to Counsel and is subject to change. Counsel does not make any representation regarding the validity, amount, allowance, or priority of such interests, and reserves all rights with respect thereto.

3. As of the date of this Verified Statement, Counsel represents the members of the Ad Hoc Equity Group only in their capacities as such and does not currently represent or purport to represent any other persons or entities in connection with the Chapter 11 Cases. In addition, as of the date of this Verified Statement, the Ad Hoc Equity Group, both collectively and through its individual members, does not represent or purport to represent any other persons or entities in connection with the Chapter 11 Cases.

4. The information contained in this Verified Statement and **Exhibit A** is provided only to comply with Bankruptcy Rule 2019 and is not intended for any other purpose. Nothing contained herein should be construed as a limitation or waiver of any rights of any member of the Ad Hoc Equity Group, including, without limitation, the right to assert, file, and/or amend any claims or proofs of interest in accordance with any applicable orders entered in these Chapter 11 Cases.

5. The Ad Hoc Equity Group, through Counsel, reserves the right to amend and/or supplement this Verified Statement in accordance with the requirements set forth in Bankruptcy Rule 2019 at any time in the future.

Dated: Houston, Texas
January 27, 2023

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP

/s/ Noelle M. Reed

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Attorneys for the Ad Hoc Equity Group

CERTIFICATE OF SERVICE

I hereby certify that I caused the foregoing document to be served by electronic transmission via the Court's ECF system to all parties registered to receive electronic notice in this case.

/s/ Noelle M. Reed

Noelle M. Reed

Exhibit A**Disclosable Economic Interests of the Members of the Ad Hoc Equity Group**

Name	Address	Number of Shares of Common Stock
The Rudolph Family Trust	9350 Civic Center Drive Beverly Hills, CA 90210	6,940,704
Douglas Abrams	P.O. Box 142 Ross, CA 94957	475,000
Todd Deutsch	c/o Skadden Arps Slate Meagher & Flom LLP One Manhattan West 395 9th Avenue New York, NY 10001	900,000
Jay Deutsch	c/o Skadden Arps Slate Meagher & Flom LLP One Manhattan West 395 9th Avenue New York, NY 10001	100,000
Lukasz Gottwald	c/o Matthew E. Wolf, Esq. Wolf, Rifkin, Shapiro, Schulman & Rabkin, LLP 11400 W. Olympic Blvd., 9th Floor Los Angeles, CA 90064	1,720,296
Mark Beaven	c/o AAM 270 Lafayette St. Ste 605 New York, NY 10012	88,000
Eddie Griffin	5520 S Fort Apache Rd. Las Vegas, NV 89148	58,419
Two Trees Capital BVI Ltd	#02-03 Haw Par Centre 180 Clemenceau Avenue Singapore 239922	2,040,000
W5 Family Trust	5217 McKinney Avenue Suite 400 Dallas, TX 75205	5,310,489
Douglas Wall	5217 McKinney Avenue Suite 400 Dallas, TX 75205	700,000
Grady Roberts	c/o GWR Equities, LLC 2000 West Loop South Suite 1050 Houston, TX 77027	2,579,342
Allane Ray O'Neil	5217 McKinney Avenue Suite 400 Dallas, TX 75205	2,583,497
Jacob Novak	5217 McKinney Avenue Suite 400 Dallas, TX 75205	5,913,309
David M. Talla	1803 Pontius Avenue	4,000,000

Name	Address	Number of Shares of Common Stock
	Los Angeles, CA 90025	
Brett Talla	1803 Pontius Avenue Los Angeles, CA 90025	163,153
Jared Talla	1803 Pontius Avenue Los Angeles, CA 90025	163,153
Mark Spino	1803 Pontius Avenue Los Angeles, CA 90025	81,575
David Askew	1803 Pontius Avenue Los Angeles, CA 90025	81,575
John T. Rifembark	1803 Pontius Avenue Los Angeles, CA 90025	81,575
George Wilson	1803 Pontius Avenue Los Angeles, CA 90025	320
Kevin Turner	c/o Tereza Simonyan Lane Powell PC 1420 5th Ave., Suite 4200 Seattle, WA 98101	16,806,069
Joe Judson	457 Laurence Dr #525 Heath, TX 75032	1,126,048
Brent Berge	c/o Brent C Berge TTEE 6718 E Rovey Avenue Paradise Valley, AZ 85253	5,284,101
Wesley Hoaglund	c/o Lenox Financial 4100 Alpha Rd. # 875 Dallas, TX 75244	3,878,228
Randall Hale	c/o RBH Holdings, LLC 3737 Buffalo Speedway Suite 1800	1,366,381
Weston Adams	4129 West Cheyenne Avenue North Las Vegas, NV 89032	1,001,579
WS-Oaxaca LLC	4129 West Cheyenne Avenue North Las Vegas, NV 89032	588,547
Bitrockett LLC	4129 West Cheyenne Avenue North Las Vegas, NV 89032	707,387
Alpha Bravo Holding Company Inc.	2895 W. Capovilla Ave #140 Las Vegas, NV 89119	1,035,865
Stefan Amling	10 Hickory Ridge Drive Houston, TX 77024	600,000
Matt Stringfellow	1005 S Wolf Road Wheeling, IL 60090	711,631
Ad Hoc Equity Group Total		67,086,243